

June 27, 2005

BY OVERNIGHT MAIL

Sharla Dillon, Dockets & Records Manager
Tennessee Regulatory Authority
460 James Robertson Parkway
Nashville, TN 37243-0505

**Re: Petition of Eureka Broadband Corporation and A.R.C. Networks, Inc. for
Authority to Transfer Control of an Authorized Carrier**

Dear Ms Dillon

Enclosed for filing with the Authority are an original and thirteen (13) copies of responses to the TRA's Data Request No 1 dated June 23, 2005

1 Have the petitioners filed similar petitions or notices in other states? If so, provide a listing of states and action taken.

Response: Yes. Petitioners have sought and received regulatory approvals or filed the appropriate notice in the following states: Arkansas, Arizona, Colorado, Connecticut, Delaware, the District of Columbia, Florida, Illinois, Indiana, Kansas, Kentucky, Maine, Maryland, Massachusetts, Michigan, Missouri, New Hampshire, Nevada, North Carolina, Rhode Island, and South Carolina. Petitioners also have pending applications for regulatory approvals in: California, Georgia, Louisiana, Minnesota, New Jersey, New York, Ohio, Oklahoma, Pennsylvania, Tennessee, Texas, Vermont, and Virginia.

2 Have the petitioners filed a similar petition with the FCC or other federal agency? If so, list any action taken and the associated file(s) or document number(s). If a schedule to complete the review of your petition has been established by any federal agency, provide such with your response.

Response: Yes. Petitioners have pending applications for section 214 approval of the transfer before both the FCC's International Bureau (ITC-TC-2005-060900217) and the Wireline Competition Bureau (WC 05-214).

3 Provide current organizational charts of Eureka and A.R.C. Networks before and after the transaction

Response: The organizational chart of before and after the transaction was attached to the initial Petition as Exhibit C.

4 Provide the number of customers that A R.C. Networks currently has in Tennessee

Response: A.R.C. Networks currently has 7 customers that receive long distance services in the state of Tennessee.

5. Will all A R.C Networks customers in Tennessee be transferred to Eureka?

Response: No, none of A.R.C. Networks customers will be transferred to Eureka. Only control of A.R.C. Networks will be transferred.

6 What telecommunication services will A R C Networks continue to provide under its current CCN in Tennessee after the transfer?

Response: Since none of A.R.C. Networks customers will be transferred to Eureka, A.R.C. Networks will continue to offer all its current telecommunications services.

7. Consistent with TRA Rule 1220-4-2-.56(2)(d), provide a current customer notice or letter informing customers of the change in ownership and/or operating authority

Response: None of A.R.C. Networks customers will be transferred to Eureka. Only control of A.R.C. Networks will be transferred. Therefore, no customer notice is required under TRA Rule 1220-4-2-.56(2)(d). A.R.C. Networks is alerting its customers of the transfer of control via bill insert. A copy of the bill insert is attached as Attachment A.

8 Verify all current CCNs issued by the Authority, and provide copies of all current business licenses of Eureka and A R.C Networks filed with the Tennessee Secretary of State's Office

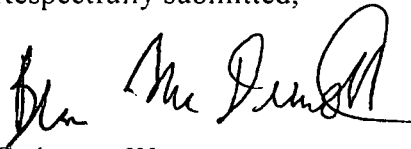
Response: Attached as Attachment B is the business license and CCN for A.R.C. Networks.

9. Confirm that petitioners will continue to operate under their present CCNs issued by the Authority and business licenses as filed with the Tennessee Secretary of State's Office

Response: Petitioners will continue to operate under the present CCN and business licenses held by A.R.C. Networks.

Please date-stamp the enclosed extra copy of this filing and return it in the attached self-addressed, postage prepaid envelope provided. Should you have any questions concerning this filing, please do not hesitate to contact the undersigned at (202) 424-7500

Respectfully submitted,



Catherine Wang
Brian McDermott
Danielle C. Burt

cc: Glenn S. Richards, Esq.
Adam Lewis

EXHIBIT A

EXCITING NEWS

InfoHighway™

EUREKA!
NETWORKS

On June 9th, we announced an exciting development in our growth strategy: a merger of InfoHighway Communications and Eureka Networks.

This merger will combine two established, successful New York-based companies to form a dynamic new company with best-in-class customer service and operations, state-of-the-art billing platforms, an exciting, innovative set of products, and a customer base of over 14,000 accounts

In the near term this merger will not effect any parts of your service or rates, and you will still be dealing with the same customer service, repair and billing departments

This merger will allow us to continue to offer you state-of-the-art and competitively priced products and services as well as introduce new Voice-over-Internet (VoIP) and Hosted PBX services in the near future.

Thank you for your business, and rest assured that providing continued excellent and uninterrupted service to our valued customers is, and always will be, our top priority

- No service interruption
 - No phone number change
- Offered Soon
- Voice-over-Internet (VoIP)
 - Hosted PBX services

81071-inh-98107

None of Our Contact Numbers Have Changed

Local and Long Distance Services

Customer Service

800-320-6372

All billing inquiries and service moves,
adds and changes

(8:00 am to 6:00 pm EST Mon-Fri)

Technical Support

888-272-6389

To report telecom service related repair
and maintenance problems
(24 hours a day/7 days a week)

Dial Up Internet customers call

800-405-7025

EXHIBIT B

State of Tennessee



Department of State
Corporate Filings
312 Eighth Avenue North
6th Floor, William R. Snodgrass Tower
Nashville, TN 37243

FILED

**APPLICATION FOR
REGISTRATION OF
ASSUMED CORPORATE
NAME**

For Office Use Only

RECEIVED
TENNESSEE

AUG 30 11:18

WESLEY DARNELL
SECRETARY OF STATE

Pursuant to the provisions of Section 48-14-101(d) of the Tennessee Business Corporation Act or Section 48-54-101(d) of the Tennessee Nonprofit Corporation Act, the undersigned corporation hereby submits this application:

1. The true name of the corporation is A.R.C. Networks, Inc.
2. The state or country of incorporation is New York
3. The corporation intends to transact business in Tennessee under an assumed corporate name.
4. The assumed corporate name the corporation proposes to use is InfoHighway

[NOTE: The assumed corporate name must meet the requirements of Section 48-14-101 of the Tennessee Business Corporation Act or Section 48-54-101 of the Tennessee Nonprofit Corporation Act.]

August 27, 2002
Signature Date

Treasurer
Signer's Capacity

A.R.C. Networks, Inc.
Name of Corporation

Francine Mambuca
Signature

Francine Mambuca
Name (typed or printed)

09/20/02

State of Tennessee



Department of State
Corporate Filings
312 Eighth Avenue North
6th Floor, William R. Snodgrass Tower
Nashville, TN 37243

APPLICATION FOR
CERTIFICATE OF AUTHORITY
(FOR PROFIT)

FILED

For Office Use Only

Pursuant to the provisions of Section 48-25-103 of the Tennessee Business Corporation Act, the undersigned corporation hereby applies for a certificate of authority to transact business in the State of Tennessee, and for that purpose sets forth:

1. The name of the corporation is A.R.C. Networks, Inc.

*If different, the name under which the certificate of authority is to be obtained is _____

[NOTES: The Secretary of State of the State of Tennessee may not issue a certificate of authority to a foreign corporation for profit if its name does not comply with the requirements of Section 48-14-101 of the Tennessee Business Corporation Act. *If obtaining a certificate of authority under a different corporate name, an application for registration of an assumed corporate name must be filed pursuant to Section 48-14-101(d) with an additional \$20.00 fee.]

2. The state or country under whose law it is incorporated is New York

3. The date of its incorporation is 02/02/1993 (must be month, day, and year), and the period of duration, if other than perpetual, is _____

4. The complete street address (including zip code) of its principal office is
175 Pinelawn Road, Suite 408, Melville, NY 11747

Street	City	State/County	Zip Code
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5. The complete street address (including the county and the zip code) of its registered office in Tennessee and the name of its registered agent is
2908 Poston Avenue, Nashville, TN 37203

Street	City	State/County	Zip Code
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Registered Agent Corporation Service Company

6. The names and complete business addresses (including zip code) of its current officers are. (Attach separate sheet if necessary.)
See Attached List

7. The names and complete business addresses (including zip code) of its current board of directors are: (Attach separate sheet if necessary.) See Attached List

8. If the corporation commenced doing business in Tennessee prior to the approval of this application, the date of commencement (month, day and year) _____

9. The corporation is a corporation for profit.

10. If the document is not to be effective upon filing by the Secretary of State, the delayed effective date/time is _____ (date), _____ (time).

[NOTE: A delayed effective date shall not be later than the 90th day after the date this document is filed by the Secretary of State.]

[NOTE: This application must be accompanied by a certificate of existence (or a document of similar import) duly authenticated by the Secretary of State or other official having custody of corporate records in the state or country under whose law it is incorporated. The certificate shall not bear a date of more than two (2) months prior to the date the application is filed in this state.]

August 27, 2002
Signature-Date

Treasurer
Signer's Capacity

A.R.C. Networks, Inc.

Name of Corporation

Francine Mambuca
Signature

Francine Mambuca
Name (typed or printed)

Company ID: 128806

A.R.C. Networks, Inc. d/b/a InfoHighway
175 Pinclawn Road
Melville, NY 11747

BEFORE THE TENNESSEE REGULATORY AUTHORITY
Nashville, TN
December 2, 2002

IN RE: CASE NUMBER: 02-01168

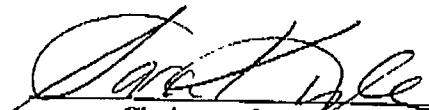
Application for Authority to Provide Operator Services and/or Resell
Telecommunications Services in Tennessee Pursuant to Rule 1220-4-2-.57.

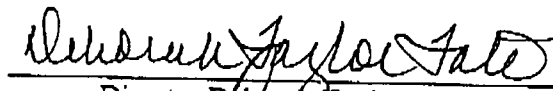
---ORDER---

This matter came before the Tennessee Regulatory Authority upon the application of the above-mentioned company for certification as a reseller or telecommunication operator service provider in Tennessee. The TRA considered this application at a Conference held on December 2, 2002 and concluded that the applicant has met all the requirements for certification and should be authorized to provide operator services and/or resell telecommunications services on an intrastate basis.

IT IS THEREFORE ORDERED:

1. That the above-mentioned company is issued a Certificate of Convenience and Necessity as an operator service provider and/or reseller of telecommunications services for state-wide service in Tennessee as specified in its application on file with the Authority.
2. That said company shall comply with all applicable state laws and TRA rules and regulations.
3. That this order shall be retained as proof of certification with this Authority, and may be used to obtain appropriately tariffed service and billing arrangements from Authority authorized telecommunications service providers.


Chairman Sara Kyle


Director Deborah Taylor Tate


Director Pat Miller